### JONES DAY



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Date

22 February 2007



#### BY HAND

Securities and Exchange Commission
Office of International Corporate Finance
450 Fifth Street, N.W.
Washington D.C., 20549

U.S.A.

07021284

USUPPL

Ladies and Gentlemen,

AgCert International plc — Rule 12g3-2(b) — File No.: 082-35025

On behalf of AgCert International plc (the "Company"), we are enclosing certain information to you pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934 (the "Exchange Act"), as amended. The first page of each separate item of information indicates in the upper right-hand corner the Company's file number.

This information is being furnished with the understanding that such information and documents will not be deemed to be "filed" with the Securities and Exchange Commission or otherwise be subject to the liabilities of Section 18 of the Exchange Act, and that neither this letter nor the furnishing of the information and documents will constitute an admission for any purpose that the Company is subject to the Exchange Act.

Kind regards,

Daniel Winterfeldt

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A LIST OF PARTNERS AND THEIR PROFESSIONAL QUALIFICATIONS IS AVAILABLE AT 21 TUDOR STREET • LONDON EC4Y ODJ

222-36265

# AgCert International Plc

## Holding(s) in company

Agcert International Plc announces that it has received notification from XL TechGroup Inc that it has transferred ownership of 1,517,979 shares in AgCert to Laurus Master Fund Ltd ("Laurus"). This is in keeping with the terms of previously announced financing deals and these shares are subject to the same terms of the lock-in entered into between XL TechGroup and AgCert on 3 June 2005.

XL TechGroup remains the beneficial owner of 39,220,965 AgCert shares, which represent 23.2% of AgCert's issued share capital.

9 February 2007

The shares of AgCert International plc (the "Shares") have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"). The Shares may not be offered or sold in the United States, or to, or for the account or benefit of, U.S. persons as such term is defined in Regulation S under the Securities Act except (1) in a transaction meeting the requirements of Regulation S under the Securities Act, (2) pursuant to an effective registration statement under the Securities Act, or (3) pursuant to an available exemption from the registration requirements of the Securities Act, in each case in accordance with all applicable securities laws, including applicable state securities laws of the United States.

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Company

AgCert International PLC

TIDM

AGC

Headline

Company Update

Released

07:00 22-Feb-07

Number

6639R

# AgCert International Plc

## Company Update

The Board of AgCert announces that, having conducted an operational and financial review of its business, it is finalising a revised strategy that requires significantly less funding to meet our expectations for the delivery of CERs. It is anticipated that the more efficient strategy will require funding of between €40M to €50M.

The Board will provide a further update when it announces results for the year ended 31 December 2006.

22 February 2007

**College Hill** 

Mark Garraway Anthony Parker 020 7457 2020

#### **About AgCert**

AgCert International plc was founded in 2002 to produce and sell reductions in greenhouse gas emissions (referred to as "offsets") from agricultural sources on an industrial scale. These offsets are intended to satisfy the requirements of the Kyoto Protocol and be capable of being traded on the European cap and trade system, the European Union Emissions Trading Scheme ("EU-ETS").

AgCert has identified agriculture as one of the largest commercial opportunities for Offset production and expects to be a leading supplier of offsets from this sector. Agriculture is responsible for around 20 per cent of the world's annual greenhouse gas emissions. Under the Kyoto Protocol, any reductions in greenhouse gas emissions derived from this sector qualify as CERs provided they are derived from projects that have been validated by a DOE and Registered by the UN Executive Board and are properly verified and certified according to the stringent requirements laid down by the UN.

The Group's strategy is to expand rapidly its offset production and resultant sales capacity by commencing the modification of Animal Waste Management Systems ('AWMS') on farms where it has already entered into arrangements with farmers and by rolling out its turnkey AWMS modification methods both geographically and across additional livestock species beyond its current focus on swine through the entry into contracts with additional farms.

More information about AgCert's greenhouse gas reduction projects can be found at <a href="www.agcert.com">www.agcert.com</a>.

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Market News

with all applicable securities laws, including applicable state securities laws of the United States.

END

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